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6 RFH, Ltd.

7  
8 **UNITED STATES DISTRICT COURT**  
**NORHERN DISTRICT OF CALIFORNIA**  
9  
10 **SAN FRANCISCO DIVISION**

11 In re: TEXTAINER PARTNERSHIP } Master File No. C-05-0969 (MMC)  
SECURITIES LITIGATION }  
12 } STIPULATION RE RFH, LTD'S  
13 } RESPONSE TO FOURTH  
14 } AMENDED AND CONSOLIDATED  
CLASS ACTION COMPLAINT

15  
16 Defendants RFH, Ltd. ("RFH"), on the one hand, and Lead Plaintiff  
17 Stephen L. Craig ("Plaintiff"), on the other hand, through their respective counsel of  
18 record, hereby stipulate and agree as follows:

19 WHEREAS, on May 15, 2006, the Court granted in part and denied in part  
20 Textainer Defendants' motion to dismiss Plaintiff's Second Amended and  
21 Consolidated Class Action Complaint and ordered plaintiff to file an amended  
22 complaint by June 4, 2006;

23 WHEREAS, on May 15, 2006, the Court further denied RFH's motion to  
24 dismiss and ordered RFH to file an answer to Plaintiff's Second Amended and  
25 Consolidated Class Action Complaint by May 25, 2006;

26 WHEREAS, RFH filed its answer to the Second Amended and Consolidated  
27 Class Action Complaint on May 25, 2006, and Plaintiff, by stipulation, filed its  
28 Third Amended and Consolidated Class Action Complaint on June 9, 2006;

1 WHEREAS, on June 26, 2006, Textainer defendants filed a motion to dismiss  
2 the Third Amended and Consolidated Class Action Complaint;

3 WHEREAS, on July 14, 2006, RFH filed its answer to the Third Amended  
4 and Consolidated Class Action Complaint;

5 WHEREAS, on August 10, 2006, the Court granted in part and denied in part  
6 Textainer defendants motion to dismiss the Third Amended and Consolidated Class  
7 Action Complaint and ordered Plaintiff to file a Fourth Amended and Consolidated  
8 Class Action Complaint by August 30, 2006;

9 WHEREAS, the new allegations in the Fourth Amended and Consolidated  
10 Class Action Complaint are primarily directed towards Textainer defendants and are  
11 intended to state a cause of action under federal securities law against same; and

12 WHEREAS, Plaintiff has not alleged a cause of action against RFH under  
13 federal securities law;

14  
15 NOW, THEREFORE, the parties stipulate and agree as follows:  
16

17 Defendant RFH's answer to the Third Amended and Consolidated Class  
18 Action Complaint shall be deemed RFH's operative answer in this action and  
19 RFH shall not be required to provide a new answer in response to the Fourth  
20 Amended and Consolidated Class Action Complaint.  
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1 Dated: September 8, 2006

GOLD BENNETT CERA &  
SIDENER LLP

-and-

ABRAHAM FRUCHTER &  
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6 By: /s/Gwendolyn R. Giblin  
7 Gwendolyn R. Giblin  
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9 Craig and the Class

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1 Dated: September 8, 2006

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**PROPOSED ORDER**

Good cause appearing, IT IS SO ORDERED.

DATED: September 8, 2006



Honorable Maxine M. Chesney  
Judge of the United States District Court